

LUKAS, NACE, GUTIERREZ & SACHS

CHARTERED

1111 NINETEENTH STREET, N.W.

SUITE 1200

WASHINGTON, D.C. 20036

(202) 857-3500

RUSSELL D. LUKAS
DAVID L. NACE
THOMAS GUTIERREZ
ELIZABETH R. SACHS
GEORGE L. LYON, JR.
JOEL R. KASWELL
PAMELA L. GIST
DAVID A. LAFURIA
MARILYN SUCHECKI MENSE
PAMELA GAARY HOLRAN
B. LYNN F. RATNAVALE
TODD SLAMOWITZ+
DAVID M. BRIGLIA+
SAMUEL F. CULLARI

CONSULTING ENGINEERS
MEHRAN NAZARI
ALI KUZEHKANANI
LEROY A. ADAM
LEILA REZANAVAZI

JOHN J. McAVOY
J.K. HAGE III+

TELECOPIER
(202) 842-4485

Email: lngs@fccclaw.com
<http://www.fccclaw.com>

WRITER'S DIRECT DIAL

(202) 828-9469

November 22, 1999

Federal Communications Commission
1270 Fairfield Road
Gettysburg, Pennsylvania 17325

Re: **FCC FORM 602 FOR ASSOCIATION WITH FORM 603**
APPLICATIONS FOR CONSENT TO ASSIGNMENT OF LICENSES

FCC File Nos. 0000047796

0000049450

0000049094

Assignor: Triton Communications L.L.C.

Assignee: RCC Holdings, Inc.

FCC File No. 0000047798

Assignor: Triton Cellular Alabama 5 License Company L.L.C.

Assignee: RCC Holdings, Inc.

Dear Sir or Madam:

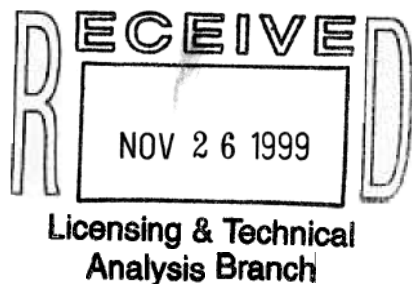
Transmitted herewith on behalf of RCC Holdings, Inc. ("Assignee") is Assignee's FCC Ownership Disclosure Information (FCC Form 602) for association with applications to be filed electronically on FCC Forms 603 for consent to assignment of licenses which are identified in the above-referenced applications.

Should any questions arise relating to this submission, please communicate with this office.

Very truly yours,



David L. Nace



Applicant/Licensee Information


1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): RCC Holdings, Inc.		3) Applicant TIN: [REDACTED]	

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: Richard	MI: P	Last Name: Ekstrand	Suffix:
Title: President and Chief Executive Officer			
Signature:  11-22-99			Date: 11-18-99
Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid			

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 603).

FCC 602
Schedule AFCC Ownership Disclosure Information for the
Wireless Telecommunications ServicesApproved by OMB
3060 -0799
See Instructions for
public burden estimate

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Rural Cellular Corporation		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: P.O. Box 2000, 3905 Dakota Street SW, Alexandria, MN 56308			
5) Type of Interest in Applicant (D) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 100	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C		9) Disclosable Interest Holder's Country of Citizenship: Minnesota	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): N/A			

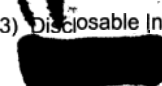
Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
RCC Minnesota, Inc. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
RCC Paging, Inc. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
MRCC, Inc. 1 Cumberland Pl., Suite 112, Bangor, ME 04401	Telecommunications		100
RCC Network, Inc. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
Western Maine Cellular, Inc. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
RCC Atlantic, Inc. 1100 Mountain View Dr., Colchester, VT 05446	Telecommunications		100
RCC Atlantic Long Distance, Inc. 1100 Mountain View Dr., Colchester, VT 05446	Telecommunications		100
Wireless Alliance, L.L.C. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		70









FCC 602
Schedule AFCC Ownership Disclosure Information for the
Wireless Telecommunications ServicesApproved by OMB
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public burden estimate

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): Rural Cellular Corporation		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: P.O. Box 2000, 3905 Dakota Street SW, Alexandria, MN 56308			
5) Type of Interest in Applicant (D) (refer to instructions for list)	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 100	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C		9) Disclosable Interest Holder's Country of Citizenship: Minnesota	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): N/A			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
RGI Group, Inc. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
RCC Holdings, Inc. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
TLA Spectrum, L.L.C. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
			
			
			
			
			

Schedule for Disclosable interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:		Suffix:
2) Disclosable Interest Holder's Name (if entity): Arvig Enterprises, Inc.				3) Disclosable Interest Holder's TIN: _____	
4) Disclosable Interest Holder's Address: 150 2 nd Avenue SW, Perham, Minnesota 56573					
5) Type of Interest in Applicant (I) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 11.3 % of Class B Common Stock	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C			9) Disclosable Interest Holder's Country of Citizenship: United States		
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Arvig Enterprises, Inc. ("Arvig") owns 100% of East Otter Tail Telephone Company which holds 9.0% of Applicant's Class B Common Stock and 100% of Twin Valley Ulen which holds 2.29% of Applicant's Class B Common Stock. Through these subsidiaries Arvig collectively holds 11.3 % of Applicant's Class B Common Stock.					

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
East Otter Tail Telephone Company 150 2 nd Avenue SW, Perham, MN 56573	Telecommunications	_____	100%
Twin Valley Ulen 150 2 nd Avenue SW, Perham, MN 56573	Telecommunications	_____	100%

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Telephone and Data Systems, Inc.		3) Disclosable Interest Holder's TIN: On File with the FCC	
4) Disclosable Interest Holder's Address: 30 North LaSalle Street Suite 4000, Chicago, IL 60602			
5) Type of Interest in Applicant (I) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 12.3 % of Class B Common Stock	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C		9) Disclosable Interest Holder's Country of Citizenship: United States	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Telephone and Data Systems, Inc. ("TDS") owns 100% of TDS Telecommunications Corporation which, in turn owns 100% of Arvig Cellular, Inc. which holds 6.5% of Applicant's Class B Common Stock and 100% of Mid-State Telephone Co. which holds 2.89% of Applicant's Class B Common Stock. TDS also holds an 80% interest in United States Cellular Corporation which, in turn, owns a 100% of Minnesota Invco RSA #5 which holds 2.89% of Applicant's Class B Common Stock. Collectively TDS holds 12.3 % of Applicant's Class B Common Stock.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
See Attached			

TDS
002-705
11-1-99

002-705 11-1-99

PC-NS-275-200

FCC 602
Main Form

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

STAMP & RETURN
RECEIVED

Approved by OMB
3060 - 0799
See instructions for
public burden estimate

SEP 23 1999

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Telephone and Data Systems, Inc.		3) Applicant TIN:	

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
See Exhibit 2			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: Rudolph	MI: E.	Last Name: Hornacek	Suffix:
Title: Vice President			
Signature: <i>Rudolph E. Hornacek</i>		Date: 9/24/99	
Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			



FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB
3060-0799
See instructions for
public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): LeRoy T. Carlson, Jr.; Donald C. Nebergall, Voting Trust Walter C.D. Carlson, Letitia G. Carlson, Melanie J. Heald		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address:			
5) Type of Interest in Applicant (D) (refer to instructions for list)	6) Disclosable Interest Holder is a(n): (O) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 91.4% of class	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Approved by OMB
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Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holder)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Gabelli Funds, Inc.			3) Disclosable Interest Holder's TIN:
4) Disclosable Interest Holder's Address: One Corporate Center Rue, NY 10580			
5) Type of Interest in Applicant (D) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 12.6% of class	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders.

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): The Equitable Companies, Inc.			3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 787 Seventh Avenue New York, NY 10019				
5) Type of Interest in Applicant (D) (refer to instructions for list)		6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 9.3% of class
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C-Voting			9) Disclosable Interest Holder's Country of Citizenship: US.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holder:s)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Franklin Mutual Advisors, Inc.		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 51 John F. Kennedy Parkway Short Hills, NJ 07078			
5) Type of Interest in Applicant (D) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 13.6% of class	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders

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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual): William and Betty McDaniel		MI:	Last Name:		Suffix:
2) Disclosable Interest Holder's Name (if entity):				3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 160 Stowell Road Salkum, WA 98582					
5) Type of Interest in Applicant (D) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): (I) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 19.3% of class	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C-Voting			9) Disclosable Interest Holder's Country/ of Citizenship: U.S.		
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):					

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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3060 -0799
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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders:)

1) Disclosable Interest Holder's First Name (if individual): Van and Janet McDaniel	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: Salkum, WA 98582			
5) Type of Interest in Applicant (D) (refer to Instructions for list)	6) Disclosable Interest lder is a(n): (I) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 25.9% of class
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of. Disclosable Interest Holders (repeat for each interest holder-identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders

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3060-0799
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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders.)

1) Disclosable Interest Holder's First Name (if individual): Bennet	MI: R	Last Name: Miller	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 1212 Wed Avenue Lafayette, IN 47905			
5) Type of Interest in Applicant (D) (refer to instructions for list)	6) Disclosable Interest Holder is a(n): (I) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 12.4% of class	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders {repeat for each interest holder identified}

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders

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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual): LeRoy	MI: T.	Last Name: Carlson	Suffix: Jr.
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 1260 N. Astor Street Chicago, IL 60610			
5) Type of Interest in Applicant () (refer to Instructions for list) O, R, K, D	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: See Voting Trust Schedule A	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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3060 -0799
See instructions for
public burden estimate

Disclosable Interest Holder information (complete as many as required to describe all disclosable interest holder(s))

1) Disclosable Interest Holder's First Name (if individual): Donald	MI: C.	Last Name: Nebergall	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 2919 Applewood Place, N.E. Cedar Rapids, IA 52402			
5) Type of Interest in Applicant () (refer to Instructions for list) O, R, K, D	6) Disclosable Interest Holder is a(n): (I) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: See Voting Trust Schedule A
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders

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public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holder(s))

1) Disclosable Interest Holder's First Name (if individual): Walter		MI: C.	Last Name: D. Carlson	Suffix:
2) Disclosable Interest Holder's Name (if entity):			3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 1041 Judson Avenue Evanston, Illinois 60202				
5) Type of Interest in Applicant () (refer to instructions for list) R, K, D		6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: See Voting Trust Schedule A
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):			9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

**FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders**

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3060 -0799
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public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holder!)

1) Disclosable Interest Holder's First Name (if individual): Letitia		MI: G.	Last Name: Cerslon	suffix:
2) Disclosable Interest Holder's Name (if entity):			3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 7604 Fairfax Road				
5) Type of Interest in Applicant (D) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (I) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: See Voting Trust Schedule A	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:		
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders

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3060 -0799
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public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holder:

1) Disclosable Interest Holder's First Name (if individual): Melanie		MI: J.	Last Name: Heald	Suffix:
2) Disclosable Interest Holder's Name (if entity):			3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 7410 Longmeadow Road Madison, WI 53717				
5) Type of Interest in Applicant (D) (refer to instructions for list)		6) Disclosable Interest Holder is a(n): (I) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: See Voting Trust Schedule A
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):			9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB
3060 -0799
See instructions for
public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Officers and Directors - See Attachment A		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: c/o Telephone and Data Systems 30 N. LaSalle Street Chicago, IL 60602			
5) Type of Interest in Applicant () (refer to Instructions for list) O, R, K	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship: See Attachment A	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

Telephone and Data Systems, Inc.

Officers and Directors

LeRoy T. Carlson
Chairman and Director

LeRoy T. Carlson, Jr.
President, Chief Executive Officer and Director

Martin L. Solomon
Director

Murray L. Swanson
Director

Donald-C. Nebergall
Director

George W. Off
Director

Dr. Letitia G. **Carlson**
Director

Kevin A. Mundt
Director

Walter C.D. **Carlson**, Esq.
Director

James Barr III
Director

Sandra L. Helton
Executive Vice President-Finance,
Chief Financial Officer and Director

Herbert S. Wander, Esq.
Director

Rudolph E. Homacek
Vice President Engineering

Scott H. Williamson
Senior Vice President-Acquisitions and
Corporate Development

C. Theodore Herbert
Vice President - Human Resources

Peter L. Sereda
Vice President and Treasurer

Mark A. Steinkrauss
Vice President - Corporate Relations

Gregory J. Wilkinson
Vice President and Controller

James W. Twesme
Assistant Treasurer

Edward W. Towers
Vice President-Corporate
Development Operations

Byron A. Wertz
Vice President-Corporate Development

Michael K. Chesney
Vice President-Corporate Development

George L. Dienes
Vice President-Corporate Development

Steven N. Fortney
Assistant Controller-Accounting and Reporting

Ross J. **McVey**
Assistant Controller and Director-Tax

Joyce M. Zeasman
Assistant Controller-Corporate Reengineering

Michael G. Hron, Esq.
Secretary

William S. **DeCarlo**, Esq.
Assistant Secretary

Telephone and Data Systems, Inc.
FCC Form 602
Exhibit I

Question No. 10a
Five Percent or Greater Shareholders
of Telephone and Data Systems, Inc.

The following information is current as of February 28, 1999 except as otherwise noted. All individuals listed are U.S. citizens unless otherwise specified.

Series A Common Shares

There are ~~6,949,904~~ Series A Common Shares of Telephone and Data Systems, Inc. ("TDS"), outstanding. This stock has ten votes per share and has the voting power to elect 75% of the TDS Board of Directors and thus controls TDS. A voting trust, formed to facilitate long-standing relationships among the trust's certificate holders, became effective on October 20, 1989, and beneficially owns ~~6,35~~ 1,116 Series A Common Shares (91.4% of class). Trustees of the voting trust include the following, each of whom is a United States citizen: (i) LeRoy T. **Carlson**, Jr., 1260 North Astor Street, Chicago, Illinois, 60610, President, Chief Executive Officer and Director of TDS and the son of LeRoy T. **Carlson**, founder and Chairman of TDS; (ii) Donald C. Nebergall, 2919 Applewood Place, N.E., Cedar Rapids, Iowa, 52402, a consultant and director of TDS; (iii) Walter **C.D. Carlson**, 1041 Judson Avenue, Evanston, Illinois 60202, a Director of TDS, a practicing attorney with the law firm of Sidley & Austin in Chicago and a son of LeRoy T. **Carlson**; (iv) Letitia G. **Carlson**, 7604 Fairfax Road, Bethesda, Maryland 20814, a physician and a daughter of LeRoy T. **Carlson**; and (v) Melaine J. Heald, 7410 Longmeadow Road, Madison, Wisconsin, 53717, a homemaker. Under the terms of the voting trust, the trustees hold and vote the Series A Common

Telephone and Data Systems, Inc.
FCC Form 602
Exhibit I
Page 2

Shares held in the trust. If the voting trust were terminated, LeRoy T. **Carlson**, Jr., Walter C.D. **Carlson**, Margaret D. **Carlson** (wife of LeRoy T. Carlson), Prudence E. **Carlson** (daughter of LeRoy T. Carlson), Letitia G. **Carlson** (daughter of LeRoy T. **Carlson**) and Donald C. Nebergall, as trustee under certain trusts for the benefit of the children of LeRoy T. **Carlson**, would each be deemed to own beneficially more than 5% of the outstanding Series A Common Shares. Margaret D. **Carlson**, who resides at 2 Milburn Park Drive, Evanston, Illinois, 60201, beneficially owns an aggregate of **630,811** Series A Common Shares (9.1% of class) with sole voting power with respect to 51,991 shares and the remainder of which are held in such voting trust. LeRoy T. **Carlson**, Jr., beneficially owns **1,036,751** Series A Common Shares (14.9% of class) which are held in the voting trust. Walter C.D. **Carlson** beneficially owns **1,064,694** Series A Common Shares (3% of class) which are held in the voting trust. Letitia G. **Carlson** beneficially owns **1,061,763** Series A Common Shares (15.5% of class) which are held in the voting trust. Prudence E. **Carlson** beneficially owns **1,196,018** Series A Common Shares (17.2% of class), with sole voting power with respect to 194,713 shares and the remainder of which are held in the voting trust. Collectively the trusts of which Mr. Nebergall is trustee, beneficially own 645,422 Series A Common Shares (9.3% of class) which are held in the voting trust.

TDS Common Shares

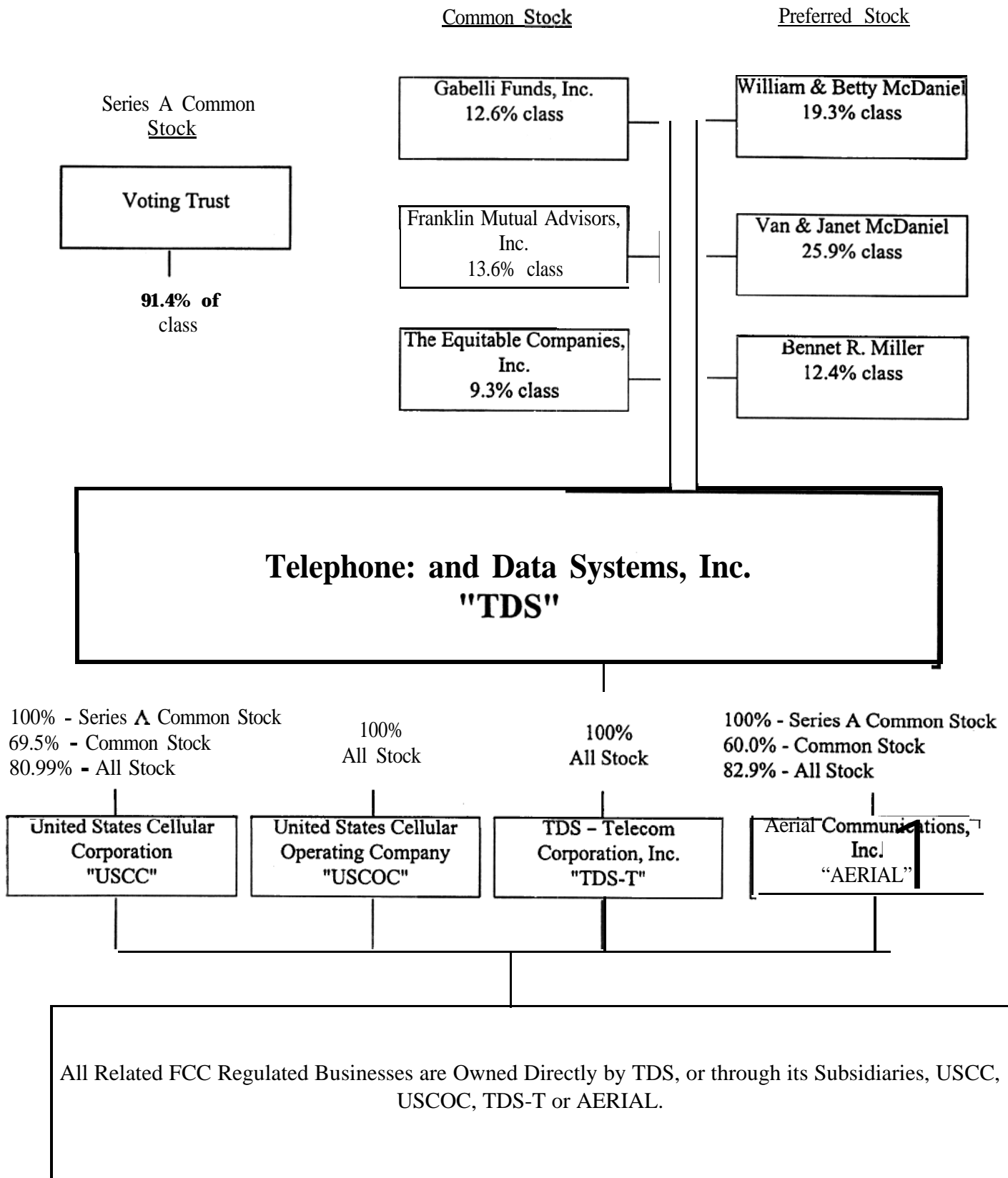
There were **54,391,873** Common Shares of TDS outstanding as of February 28, 1999, based on the most recent Schedules 13D or 13G filings made with the Securities and Exchange Commission. The Equitable Companies, Inc., 787 Seventh Avenue, New York, New York 10019, and its affiliates, which in turn are controlled by foreign investors, vote **5,085,257** Common Shares

Telephone and Data Systems, Inc.
FCC Form 602
Exhibit I
Page 3

(9.3% of class) representing a 4.1 percent voting interest in TDS. The foreign investor equity interest of these companies in TDS is estimated to be less than approximately five percent. Franklin Mutual Advisers, Inc., 5 1 John F. Kennedy **Parkway**, Short Hills, New Jersey, 07078, held **7,400,475** Common Shares (13.6% of class) for the benefit of investors representing a 6.0% voting interest in TDS. Gabelli Funds, Inc., One Corporate Center, Rye, New York, 10580, held **6,870,655** Common Shares (12.6% of class) for the benefit of investors representing 5.5% voting interest in TDS.

Preferred Stock

There were 241,772 shares of Preferred Stock of TDS outstanding as of February 28, '1999. William and Betty McDaniel, 160 **Stowell** Road, Salkum, Washington 98582, own 46,666 (19.3% of class) of the Preferred Shares of TDS. Von and Janet McDaniel, Salkum, Washington 98582, own 62,500 (25.9% of class) of the Preferred Shares of TDS. **Bennet** R. Miller, 1212 Wed Avenue, Lafayette, Indiana, 47905, owns 30,000 (12.4% of class) of the Preferred Stock of TDS.



TELEPHONE AND DATA SYSTEMS, INC.
EXHIBIT 2 FCC FORM 602, QUESTIONS 4a - 4d
CURRENT AT JULY 30, 1999

FCC REGULATED BUSINESSES 4a	% INTEREST HELD 4d
-----	-----
AERIAL COMMUNICATIONS, INC.	82.90
AMELIA TELEPHONE CORPORATION	100.00
APPLETON CELLULAR TELEPHONE COMPANY	100.00
APT COLUMBUS, INC.	100.00
APT HOUSTON, INC.	100.00
APT KANSAS CITY, INC	100.00
APT MINNEAPOLIS, INC.	100.00
APT PITTSBURGH LIMITED PARTNERSHIP	100.00
APT TAMPA/ORLANDO , INC.	100.00
ARCADIA TELEPHONE COMPANY	
ARIZONA TELEPHONE COMPANY	100.00
ARVIG TELEPHONE COMPANY	100.00
ASOTIN TELEPHONE COMPANY	100.00
BADGER TELECOM. INC	100.00
BANGOR CELLULAR TELEPHONE, L.P.	91.98
BLUE RIDGE TELEPHONE COMPANY	100.00
BONDUEL TELEPHONE COMPANY	100.00
BRIDGE WATER TELEPHONE COMPANY	100.00
BROWN COUNTY MSA CELLULAR LIMITED PARTNERSHIP	16.13
BROWNSVILLE CELLULAR TELEPHONE COMPANY, INC	18.65
BUTLER TELEPHONE COMPANY, INC.	100.00
CALHOUN CITY TELEPHONE COMPANY, INC.	
CALIFORNIA RURAL SERVICE AREA #1 , INC.	100.00
CAMDEN TELEPHONE & TELEGRAPH COMPANY, INC.	100.00
CEDAR RAPIDS CELLULAR TELEPHONE, L.P	96.43
CENTRAL FLORIDA CELLULAR TELEPHONE COMPANY, INC.	
CENTRAL STATE TELEPHONE COMPANY	100.00
CHARLOTTESVILLE CELLULAR PARTNERSHIP	

TELEPHONE AND DATA SYSTEMS, INC.

EXHIBIT 2 FCC FORM 602, QUESTIONS 4a - 4d

CURRENT AT JULY 30, 1999

FCC REGULATED BUSINESSES 4a	% INTEREST HELD 4d
-----	-----
CHATHAM TELEPHONE COMPANY	100.00
CLEVELAND COUNTY TELEPHONE COMPANY, INC.	100.00
COMMUNICATION CORPORATION OF MICHIGAN	100.00
COMMUNICATIONS CORPORATION OF INDIANA	100.00
CONCORD TELEPHONE EXCHANGE, INC.	100.00
CONTINENTAL TELEPHONE COMPANY	100.00
CROOK COUNTY RSA LIMITED PARTNERSHIP	100.00
DAVENPORT CELLULAR TELEPHONE COMPANY	97.37
DELTA COUNTY TELE-COMM, INC.	100.00
DUBUQUE CELLULAR TELEPHONE, L.P.	95.51
EAU CLAIRE CELLULAR TELEPHONE LIMITED PARTNERSHIP	44.50
FARMERS CELLULAR TELEPHONE COMPANY, INC.	49.00
FLORIDA RSA #8 , INC.	100.00
GEORGIA RSA #11 , INC.	100.00
GEORGIA RSA #12 PARTNERSHIP	29.93
GOSHEN TELEPHONE COMPANY, INC.	100.00
GRANTLAND TELECOM, INC.	100.00
GREEN BAY CELLTELCO	100.00
HAMDEN TELEPHONE COMPANY	100.00
HAPPY VALLEY TELEPHONE COMPANY	100.00
HARDY CELLULAR TELEPHONE COMPANY	100.00
HARTLAND & ST. ALBANS TELEPHONE COMPANY	100.00
HBM , INC.	100.00
HOME TELEPHONE COMPANY [IN]	100.00
HOME TELEPHONE COMPANY-IN	100.00
HOME TELEPHONE COMPANY-OR	100.00
ILLINOIS RSA #3 , INC.	100.00
INDIANA RSA NO. 4 LIMITED PARTNERSHIP	42.81

TELEPHONE AND DATA SYSTEMS, INC.
EXHIBIT 2 FCC FORM 602, QUESTIONS **4a** - 4d
CURRENT AT JULY 30, 1999

FCC REGULATED BUSINESSES 4a	% INTEREST HELD 4d
-----	-----
INDIANA RSA NO. 5 LIMITED PARTNERSHIP	66.67
IOWA 13, INC	100.00
IOWA RSA NO. 12 LIMITED PARTNERSHIP	24.50
IOWA RSA NO. 9 LIMITED PARTNERSHIP	16.67
ISLAND TELEPHONE COMPANY	94.71
JACKSONVILLE CELLULAR TELEPHONE COMPANY	97.00
JANESVILLE CELLULAR TELEPHONE COMPANY, INC	95.15
JOPLIN CELLULAR TELEPHONE COMPANY L.P.	
KANSAS #15 LIMITED PARTNERSHIP	100.00
KEARSARGE TELEPHONE COMPANY	100.00
KENOSHA CELLULAR TELEPHONE, L.P.	99.32
LACROSSE CELLULAR TELEPHONE COMPANY, INC	95.11
LEWIS RIVER TELEPHONE COMPANY, INC.	100.00
LEWISTON CELLTELCO PARTNERSHIP	83.63
LUDLOW TELEPHONE COMPANY	100.00
MADISON CELLULAR TELEPHONE COMPANY	92.50
MAINE RSA #1 , INC.	100.00
MAINE RSA NO. 4 LIMITED PARTNERSHIP	100.00
MANCHESTER-NASHUA CELLULAR TELEPHONE, L.P.	93.07
MCALLEN CELLULAR TELEPHONE COMPANY, INC	26.20
MCDANIEL CELLULAR TELEPHONE COMPANY	100.00
MCDANIEL TELEPHONE COMPANY, INC.	100.00
MEDFORD PAGING, INC.	100.00
MID-STATE TELEPHONE COMPANY	100.00
MIDWAY TELEPHONE COMPANY	100.00
MIDWEST WIRELESS COMMUNICATIONS, L.L.C.	
MINFORD CELLULAR TELEPHONE COMPANY	49.00
MISSOURI #15 RURAL CELLULAR, INC.	

TELEPHONE AND DATA SYSTEMS, INC.
EXHIBIT 2 FCC FORM 602, QUESTIONS 4a - 4d
CURRENT AT JULY 30, 1999

FCC REGULATED BUSINESSES 4a	% INTEREST HELD 4d
-----	-----
MISSOURI RSA 11, INC.	100.00
NELSON-BALL GROUND TELEPHONE COMPANY	
NEW LONDON TELEPHONE COMPANY	100.00
NEW YORK RSA #4 LIMITED PARTNERSHIP	
NH #1 RURAL CELLULAR, INC.	100.00
NORTH CAROLINA RSA #4, INC.	
NORTH CAROLINA RSA #9, INC	
NORTH CAROLINA RSA 1 PARTNERSHIP	
NORTH CAROLINA RSA NO. 6, INC	
OHIO RSA 2 LIMITED PARTNERSHIP	10.84
OHIO RSA 5 LIMITED PARTNERSHIP	10.40
OHIO STATE CELLULAR PHONE COMPANY, INC.	100.00
OKLAHOMA CITY SMSA LIMITED PARTNERSHIP	
OREGON RSA NO. 2 LIMITED PARTNERSHIP	
OREGON RSA NO. 3 LIMITED PARTNERSHIP	
ORISKANY FALLS TELEPHONE CORPORATION	100.00
PEACE VALLEY CELLULAR TELEPHONE COMPANY	100.00
PEOPLES TELEPHONE COMPANY, INC	100.00
PORT BYRON TELEPHONE COMPANY	100.00
POTLATCH TELEPHONE COMPANY	100.00
QUINCY TELEPHONE COMPANY	100.00
RACINE CELLULAR TELEPHONE COMPANY	
ROCKFORD MSA LIMITED PARTNERSHIP	
SACO RIVER CELLULAR TELEPHONE COMPANY	
SALEM TELEPHONE COMPANY, INC.	100.00
SCANDINAVIA TELEPHONE COMPANY	100.00
SHEBOYGAN CELLULAR TELEPHONE COMPANY, INC.	91.52
SHIAWASSEE TELEPHONE COMPANY	100.00

TELEPHONE AND DATA SYSTEMS, INC.
EXHIBIT 2 FCC FORM 602, QUESTIONS 4a . 4d
CURRENT AT JULY 30, 1999

FCC REGULATED BUSINESSES 4a	INTEREST HELD 4d
SOMERSET TELEPHONE COMPANY	100.00
SOUTHEAST MISSISSIPPI TELEPHONE COMPANY, INC.	100.00
SOUTHWESTERN TELEPHONE COMPANY, INC	
ST. LAWRENCE SEAWAY RSA CELLULAR PARTNERSHIP'	60.00
ST. STEPHEN TELEPHONE COMPANY	
STOUTLAND TELEPHONE COMPANY	100.00
TDS METROCOM, INC.	
TELLICO TELEPHONE COMPANY	100.00
TENNESSEE RSA #4 SUB 2, INC	
TENNESSEE RSA NO. 3 LIMITED PARTNERSHIP	
TENNESSEE TELEPHONE COMPANY	100.00
TEXAHOMA CELLULAR LIMITED PARTNERSHIP	
TEXAS #20 RURAL CELLULAR, INC.	
TEXAS RSA 6 LIMITED PARTNERSHIP	
THE ISLAND TELEPHONE COMPANY	
TIPTON TELEPHONE COMPANY, INC.	100.00
TOWNSHIP TELEPHONE COMPANY, INC	100.00
TRI-CITIES PAGING, INC	
TRI-COUNTY TELEPHONE COMPANY, INC.	
TROY TELEPHONE COMPANY	100.00
TSR WIRELESS, LLC	
U.S. LINK, INC.	100.00
UNITED STATES CELLULAR CORPORATION	80.99
UNITED STATES CELLULAR OPERATING COMPANY	100.00
UNITED STATES CELLULAR OPERATING COMPANY - DES MOINES	100.00
UNITED STATES CELLULAR OPERATING COMPANY OF COLUMBIA	100.00

TELEPHONE AND DATA SYSTEMS, INC.
EXHIBIT 2 FCC FORM 602, QUESTIONS 4a - 4d
CURRENT AT JULY 30, 1999

FCC REGULATED BUSINESSES 4a	% INTEREST HELD 4d

UNITED STATES CELLULAR OPERATING COMPANY OF MEDFORD	100.01
UNITED STATES CELLULAR OPERATING COMPANY OF RICHLAND	100.00
UNITED STATES CELLULAR OPERATING COMPANY OF YAKIMA*	
UNITED STATES CELLULAR TELEPHONE COMPANY (GREATER KNOXVILLE), L.P.	96.03
UNITED STATES CELLULAR TELEPHONE OF GREATER TULSA, L.L.C.	55.06
USCOC OF CORPUS CHRISTI , INC.	
USCOC OF CUMBERLAND, INC.	100.00
USCOC OF GREATER IOWA, INC.	
USCOC OF HAWAII 3, INC.	100.00
USCOC OF IDAHO RSA #5 , INC.	
USCOC OF ILLINOIS RSA #1 , INC.	100.00
USCOC OF ILLINOIS RSA #4 , INC	
USCOC OF IOWA RSA #1 , INC	100.00
USCOC OF IOWA RSA #16 , INC.	
USCOC OF MISSOURI RSA #13 , INC.	100.00
USCOC OF MISSOURI RSA #5 , INC	
USCOC OF NEW HAMPSHIRE RSA #2 , INC.	100.00
USCOC OF NORTH CAROLINA RSA #7 , INC.	
USCOC OF OKLAHOMA RSA #10 , INC.	100.00
USCOC OF OREGON RSA #5 , INC.	100.00
USCOC OF PENNSYLVANIA RSA NO. 10-B2 , INC.	100.00
USCOC OF ROCKFORD, INC	
USCOC OF SOUTH CAROLINA RSA #4 , INC.	100.00
USCOC OF TALLAHASSEE, INC.	100.00
USCOC OF VIRGINIA RSA #2 , INC.	100.00

TELEPHONE AND DATA SYSTEMS, INC.
EXHIBIT 2 FCC FORM 602, QUESTIONS 4a - 4d
CURRENT AT JULY 30, 1999

FCC REGULATED BUSINESSES 4a	% INTEREST HELD 4d
-----	-----
USCOC OF VIRGINIA RSA #3, INC.	100.00
USCOC OF WASHINGTON-I, INC.	100.00
USCOC OF WISCONSIN RSA #7, INC	100.00
UTELCO, INC.	100.00
VANLUS TELEPHONE CO., INC.	100.00
VERMONT RSA NO. 2-B2, INC.	100.00
VERNON TELEPHONE COMPANY, INC.	100.00
VICTORIA CELLULAR CORPORATION	99.99
VIRGINIA RSA #4, INC.	100.00
VIRGINIA RSA #7, INC.	100.00
VIRGINIA TELEPHONE COMPANY	100.00
WARREN TELEPHONE COMPANY	100.00
WATERLOO/CEDAR FALLS CELLTELCO	
WEST PENOBSCOT TELEPHONE AND TELEGRAPH	100.00
WESTERN SUB-RSA LIMITED PARTNERSHIP	98.24
WILLISTON TELEPHONE COMPANY	100.00
WILMINGTON CELLULAR TELEPHONE COMPANY	
WINSTED TELEPHONE COMPANY	100.00
WINTERHAVEN TELEPHONE COMPANY	
WIRELESS ALLIANCE, L.L.C.	
WOLVERINE TELEPHONE COMPANY	
YAKIMA MSA LIMITED PARTNERSHIP	87.81

LAW OFFICES
KOTEEN & NAFTALIN, L.L.P.
1150 CONNECTICUT AVENUE
WASHINGTON, D.C. 20036-4104

BERNARD KOTEEN*
ALAN Y. NAFTALIN
ARTHUR B. GOODKIND
GEORGE Y. WHEELER
MARGOT SMILEY HUMPHREY
PETER M. CONNOLLY
CHARLES R. NAFTALIN
JULIE A. BARRIE
• • • • • COUNSEL

TELEPHONE
(202) 467-5700
TELECOPY
(202) 467-5915

September 28, 1999

Magalie Roman Salas
Office of the Secretary
Federal Communications Commission
The Portals
445 12th Street, S.W., Room A325
Washington, D.C. 20554



Re: Telephone and Data Systems, Inc.
Ownership Disclosure Information

Dear Ms. Salas:

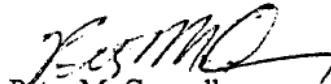
Herewith transmitted are an original and one copy of Form 602 ("FCC Ownership Disclosure Information for the Wireless Telecommunications Services") filed for Telephone and Data Systems, Inc. ("TDS").

We have not included the Taxpayer Identification Numbers ("TINs") requested by the form for the applicant and Disclosure Interest Holders because electronic filing procedures are not yet available under the FCC's Universal Licensing System and we wish to protect the confidentiality of the TINs. TINs can be supplied for those entities upon request of the FCC.

The information supplied with respect to Disclosable Interest Holders reflects a good faith attempt to comply with the requirements of Form 602, after consultation with FCC staff. If additional information is necessary, it will be supplied.

In the event there are any questions concerning this matter, please communicate with this office.

Very truly yours,


Peter M. Connolly

Enclosures

bc w/enc.: Stephanie Terrell
Ken Meyers
Eva Wohn
Betty Thomson
Linda Hartman